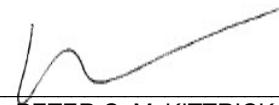


Below is an order of the court.



PETER C. McKITTRICK
U.S. Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT

DISTRICT OF OREGON

In re:

Sunshine Wind Down, LLC and
Karamanos Holdings, Inc.,

Debtors-in-Possession.

Bankruptcy Case Nos.

18-31644-pcm11 (Lead Case)

18-31646-pcm11

CORRECTED ORDER GRANTING
MOTION FOR ENTRY OF AN ORDER
APPROVING COMPROMISE,
DISMISSING KARAMANOS
HOLDINGS, INC.'S CHAPTER 11 CASE
ONLY (CASE NO. 18-31646-pcm11),
AND GRANTING RELATED RELIEF

THIS MATTER having come before the Court on Karamanos Holdings, Inc.'s Motion for Entry of an Order Approving Compromise, Dismissing Chapter 11 Case and Granting Related Relief [Docket No. 719; Case No. 18-31644-pcm11] and its Motion For Corrected Order of Dismissal [Docket No. 40] (together, the "Motions"). The Court having reviewed the Motions

Page 1 of 4 CORRECTED ORDER APPROVING COMPROMISE,
{00298536:1} DISMISSING CASE OF KARAMANOS HOLDINGS, INC., AND
GRANTING RELATED RELIEF.

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and supporting declaration of Daniel J. Boverman [Docket No. 720; Case No. 18-31644-pcm11], and being otherwise duly advised; now, therefore,

THE COURT FINDS THAT:

1. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334, 11 U.S.C. §§ 105 and 1112, and Fed. R. Bankr. P. 1017 and 9019.
2. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.
3. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).
4. Proper, timely, adequate, and sufficient notice of the Motion has been provided in accordance with the Bankruptcy Code, the Bankruptcy Rules, and no other or further notice is required.
5. The Motion seeks approval of the Settlement Agreement between Karamanos Holdings, Inc. (the “Debtor”) and Electric, Inc., dated April 5, 2019 (the “Settlement Agreement”). Approval of the Settlement Agreement is in the best interest of the Debtor’s estate.
6. Debtor has demonstrated cause for dismissal pursuant to § 1112(b) of the Bankruptcy Code, as dismissal will not prejudice creditors of the bankruptcy estate of Karamanos Holdings, Inc. (the “Debtor”), and dismissal will preserve a substantial surplus for the Debtor’s equity interest holders.

THEREFORE, IT IS HEREBY ORDERED as follows

7. The Motions are GRANTED;
8. The Debtor and Electric, Inc. are authorized to enter into and perform the terms and provisions set forth in the Settlement Agreement.

9. Applications for compensation by the Debtor's professionals have been or shall be addressed in separate orders. The Debtor shall pay its professionals in accordance with such orders.

10. Unless otherwise agreed by the Debtor and such creditor, the Debtor shall promptly pay the following creditors as set forth below:

Creditor Name	Claim No.	Allowed Claim Amount
IRS	1	\$636.71
Bankdirect Capital Finance	2	\$791.11
Wells Fargo Bank	4	\$23,851.59
Wells Fargo Vendor Financial Svcs.	5	\$47,603.79 (as modified by Order)
Oregon DOT	8	\$656.92
City of Portland	9	\$50.00
Estate of John D. Karamanos III	Sch. F	\$153,315.90
Norman Davidson III	Sch. F	\$1,400.00
TOTAL:		\$180,702.23

11. The Debtor shall not be required to pay the following claims, which were paid, settled, or assumed and assigned during the pendency of the case:

Creditor Name	Claim No.	Disposition
Multnomah County DART	3	Paid from sale of Debtor's assets <i>See Docket Nos. 468 and 679</i>
First Business Capital Corp.	6	Paid from sale of Debtor's assets <i>See Docket Nos. 647 and 679</i>
TCF Equipment Finance	7	Lease default cured for the Sealer/Erector Lease No. 214006-006 default cured, obligation assumed and assigned. See Docket 468. This Order does not include Trailer Lease No. 214006-007 ("Trailer Lease"), which has not been paid, settled, or assumed or assigned and is without prejudice to TCF's rights to pursue payment from Debtor under its Guaranty of the Trailer Lease outside of this bankruptcy and Debtor's right to defend against any guarantor liability to the Trailer Lease.

Creditor Name	Claim No.	Disposition
First Business Capital Corp.	10	Paid from sale of Debtor's assets <i>See Docket Nos. 647 and 679</i>

12. Debtor shall promptly pay any outstanding U.S. Trustee fees.

13. The Debtor's case shall no longer be jointly administered with the case of *In re Sunshine Wind Down, LLC*, case number 18-31644-pcm11.

14. After distributing or otherwise reserving funds as described in paragraphs 9 through 12 above, all remaining surplus funds shall re-vest in the Debtor, and shall no longer be property of the estate.

15. The Debtor's estate has been fully administered, and the Clerk of the Court is directed to enter an order and final decree dismissing and closing the case of *In re Karamanos Holdings, Inc.*, case number 18-31646-pcm11.

16. The provisions of this Order regarding approval of the compromise, and any actions taken pursuant thereto, shall survive entry dismissal of the Debtor's case, and the Court shall retain jurisdiction to the extent necessary to enforce the terms of this Order.

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Order Presented By:

MOTSCHENBACHER & BLATTNER LLP

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 Of Attorneys for Joint Debtor
 Karamanos Holdings, Inc.

Parties to serve: All parties receiving electronic notices via CM/ECF.